MARVEL COMICS GROUP
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the X-MEN

"WE MUST DESTROY.. THE COBALT MAN!"

BONUS!
DON'T MISS OUR GRIPPING GLIMPSES INTO THE *PRIVATE LIVES* OF MARVEL'S MUCH-MALIGNED *MUTANTS!*

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X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"WE MUST DESTROY... The COBALT MAN!"

THE THUNDER ROLLS... THE LIGHTNING FLASHES.. AND SUDDENLY, FROM OUT OF DARK, CASCADING CLOUDS, THERE HURTLES THE HIGH-FLYING ANGEL... HIS GLEAMING WINGS, HIS HYPER-TRAINED MUSCLES STRAINING TO THE UTMOST, AS HE PLUMMETS SKILLFULLY BETWEEN TWO CRISS-CROSSING PILLARS OF SEARING FIRE...

WITH EACH PASS I MAKE, THE FLAMES COME CLOSER! THIS TIME, I COULD FEEL THEM SCORCH MY WINGS!

AND, NEXT TIME, I MAY NOT BE AS LUCKY AS THAT!

THUS, NOW THAT YOU'RE EMPATHETICALLY AND PSYCHO-LOGICALLY PREPARED FOR THE EPOCHAL EVENTS WHICH FOLLOW, LET'S COMMENCE OUR AWE-INSPIRING ANNAL! (IN OTHER WORDS, WE DON'T KNOW WHAT'S GOIN' ON TILL WE TURN THE PAGE, EITHER!)

LET'S HEAR IT FOR MERRY MARVEL'S OWN PEERLESS PERIODIC TABLE!

GOOD-AS-GOLD EDITING BY: STAN LEE

SOLID-SILVER SCRIPTING BY: ROY THOMAS

PLATINUM-PLATED PENCILLING BY: WERNER ROTH

IRIDIUM-BRIGHT INKING BY: JOHN TARTAGLIONE

LEAD-LINED LETTERING BY: SAM ROSEN

STABLE ELEMENTS ALL!

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THE ANGEL'S IN *TROUBLE*, HANK! IT'S UP TO *YOU* NOW--- YOU KNOW WHAT TO *DO*!

WITH ALL PROPER *DISPATCH*, MR SUMMERS!

GO *GET* 'IM, BEASTIE!

YOUR ADMONITION IS SOMEWHAT *SUPERFLUOUS*, BOBBY BOY--- BUT, IT DOES CUT TO THE *QUICK* OF THE MATTER!

I'LL GO GET HIM, *INDEED*!

SPROING!

HANK! HOW IN BLAZES DID *YOU* GET UP HERE?

THAT, MY FEATHERED FRIEND, IS SCARCELY THE ISSUE AT *HAND*!

FOR THE IMMEDIATE PRESENT, JUST SEE THAT I *TARRY* HERE A WHILE!

IS THAT ALL, MR. McCOY?

NO SOONER SAID THAN *SOLVED*! GRAB HOLD... *THERE*!

MANY THANKS, LAD! BUT... IT WOULD APPEAR THAT THE *SMOKE* IS FAST *ENVELOPING* US!

YOU SAW *RIGHT*! AS OF NOW, I'M FLYING *BLIND*! =KOF!=

AND, THOSE SWEEPING *FLAMES* AREN'T GETTING ANY FURTHER *AWAY*!

TAKE HEART, SON! ALL THIS HAS ALREADY ENTERED INTO OUR VIRTUALLY IMPECCABLE *CONSIDERATIONS*!

AT LEAST, I *HOPE* IT HAS!

WHILE, DIRECTLY BELOW...

NOW, BOBBY--- *NOW*!!

I'M DOIN' THE BEST I *CAN*, CYKE! THIS ICEBOUND MAYPOLE SHOULD BUILD ALL THE WAY TO THE *CEILING*!

I JUST HOPE HANK'S *SIZE-THIRTEENS* ARE ALL THEY'RE CRACKED UP TO BE!

AND, AT ALMOST THAT EXACT MOMENT, TWENTY FEET ABOVE THE *FLOOR*...

YOU *CAME THROUGH*, HANK! YOU FOUND ICEMAN'S *GUIDEPOLE*!

ELEMENTARY, MY DEAR WARREN...

ALL YOU NEED TO DO IS POSSESS A PAIR OF SUPER-SENSITIVE PEDAL EXTREMITIES LIKE *MINE*!

SCANT SECONDS LATER, A SINGLE *LEVER* IS PRESSED LIGHTLY--- AND, THUNDER AND FIRE ABRUPTLY *DISSIPATE*---

WOW! THOSE HIGH-POWERED VENTS SURE GET RID OF ALL THE SMOKE IN A *HURRY*, PROFESSOR!

AND WHY *NOT*, BOBBY--- WHEN WE NO LONGER HAVE ANY *NEED* FOR IT!

YOU ARE ALL TO BE *CON-GRATULATED*... ESPECIALLY THE *ANGEL!*

THANK YOU, SIR! I FINALLY FEEL LIKE I'M BACK IN *TIP-TOP SHAPE!*

ALAS, AS USUAL, THE MULTI-TALENTED *BEAST* MERITS NO SPECIAL *APPRO-BATION!*

NEVER MIND, HANK! YOU WERE *THERE*... AND THAT'S WHAT *COUNTS!*

WARREN, I'D LIKE TO ADD MY *OWN* CONGRATULATIONS TO PROFESSOR XAVIER'S! IT'S GREAT TO *FIGHT* ALONGSIDE YOU AGAIN!

THANKS, SCOTTY... ALTHOUGH, I HOPE THE DAY COMES WHEN WE CAN *ALL* TURN IN OUR COWLS--- BECAUSE THERE'S NO MORE MENACE FROM *EVIL MUTANTS!*

SO SAY WE *ALL!*

HE'S A *GREAT GUY!* I ONLY WISH WE WEREN'T UNDECLARED *RIVALS* FOR THE LOVE OF *MARVEL GIRL!*

LOOKS LIKE THE X-MEN ARE BACK AT *FULL STRENGTH*... EVEN THOUGH THE DE-POWERED *MIMIC'S* RETURNED TO *COLLEGE!**

I ONLY HOPE THAT THE REHABILITATED MR. RANKIN KEEPS OUR *SECRET IDENTITIES* TO HIMSELF!

HE *SAID* HE WOULD... AND, I *BELIEVE* 'IM! HEY.. WHAT'S *WRONG?*

MERELY A MILD CASE OF *FROSTBITTEN FINGERS*, MISTER DRAKE!

*IT'S HARD TO BELIEVE IT HAPPENED A WHOLE *TWO ISSUES* AGO! --SENTIMENTAL STAN.

MY X-MEN, YOU'VE PERFORMED *EXCELLENTLY* UNDER THE WORST OF CONDITIONS IN RECENT WEEKS ... AGAINST THE *BANSHEE-OGRE* TEAM, THE *SUPER-ADAPTOID*, AND THE *WARLOCK!*

THAT'S MY ROUND-ABOUT WAY OF SAYING YOU DESERVE THE WEEKEND *OFF!* JUST BE READY TO RESUME TRAINING.. *AND STUDY* ...ON MONDAY!

WHAT'S MORE, CEREBRO HAS NOT LOCATED ANY MORE EMISSARIES OF THE SECRET GROUP KNOWN AS *FACTOR THREE* IN THIS COUNTRY!

HOT DOG! I'D ALMOST *FORGOTTEN* THAT IT'S FRIDAY! I GOTTA CALL *ZELDA* --- WANNA *DOUBLE*, HANK?

PERSONALLY, I THINK I'LL JUST HOP IN MY *MUSTANG* AND SEE WHERE I *WIND UP!*

YOU'RE *ON*, BOBBY-O!

CAN I *DROP* YOU ANYWHERE, CYKE?

AND, IN BETWEEN *DATES*, THERE'S A NEW VOLUME OUT ON *QUANTUM PHYSICS* I'VE BEEN DESIRING TO PERUSE!

I APPRECIATE THE *OFFER*, WARREN.. BUT, I THINK I'LL JUST STAY HERE AND GIVE THE PROFESSOR A HAND WITH HIS *EXPERIMENTS!*

UH, THERE'S NO *NEED* FOR THAT, CYCLOPS! IN FACT, I HAVE A *FAVOR* TO ASK YOU!

THESE BOOKS THAT *JEAN* BROUGHT US ...ON PRE-COLUMBIAN CIVILIZATION... WERE NEVER *RETURNED!*

AND, YOU'D LIKE ME TO TAKE THEM *BACK* TO HER?

I'D..BE *GLAD* TO, SIR!

ER, I'LL *SEE* YOU, PEOPLE!

HE MUST KNOW THAT *ANGEL* IS INTERESTED IN JEAN, TOO! AND, WARREN'LL BE CRUISING AROUND IN HIS CAR, *ANYWAY!*

SO, I WONDER WHY HE ASKED *ME* TO GIVE THE BOOKS TO JEANIE!?

IS SHE *EXPECTING* THEM, PROFESSOR? I KNOW SHE HAS SOME *TESTS* NEXT WEEK!

I WROTE HER THAT I'D SEND... *SOMEONE!* THANK YOU FOR *GOING*, SCOTT!

FOR MONTHS, I'VE KNOWN THAT SCOTT *LOVES* JEAN... AND FEELS HE HASN'T THE RIGHT TO *TELL* HER! PERHAPS AN EGGHEAD PROF CAN GIVE CUPID A *HELPING HAND!*

MORE *IMPORTANTLY*, I WANTED EVERYONE *GONE*...SO I COULD PURSUE SOME EX-PERIMENTS...IN *PRIVATE!*

FOR EVERY MAN, THERE ARE SOME THINGS THAT HE MUST DO.. *ALONE!*

JUST NOW, HOWEVER, WE MUST LEAVE CHARLES XAVIER TO HIS ENIGMATIC PONDERINGS...AND PICK UP ON *SCOTT SUMMERS*, AS HE EMERGES FROM THE SCHOOL A SHORT TIME LATER...

WH..? *WARREN!* I FIGURED YOU'D ALREADY BE HALF-WAY TO *SOME-WHERE* BY NOW!

I'VE GOTTA *CONFESS*, CYKE...I WAS REALLY PLANNING TO TOOL OVER TO METRO AND LOOK UP *JEANIE!*

BUT, I'VE CURRENTLY *HAD* IT WITH BEING *SECRETIVE!* SO, HOW ABOUT THAT *RIDE?*

SINCE YOU PUT IT *THAT* WAY, PARTNER, HOW CAN I *REFUSE?*

GREAT! I VOTE WE MAKE THE BEAUTEOUS MISS GREY *CHOOSE* BETWEEN US... *TODAY!*

AND, AS THE TWO RECONCILED RIVALS WHEEL THEIR WAY TOWARDS THE GIRL THEY BOTH *ADORE*, ANOTHER PERPLEXING PROBLEM IS REARING ITS HEAD IN A MOST *UN-EXPECTED* AREA...

SPECIAL *SOCKS*... OVER-SIZED *SHOES*...THIS BEING A MUTANT ISN'T ALL ONE MIGHT *HOPE!*

MUTANT! IT'S ONLY *HERE* THAT THE WORD CAN BE SPOKEN WITHOUT AROUSING *FEAR*... AND *HATRED!*

HERE..I'M A MUTANT.. AN *X-MAN!* OUT THERE, I'M NOTHING BUT A *MISSHAPEN FREAK*...OR *WORSE!*

SO, I TAKE REFUGE BEHIND A *VOCABULARY*... AND WOULD GIVE HALF MY *LIFE* IF I COULD HAVE BEEN BORN...A MERE *HOMO SAPIENS!*

OH... HELLO, ROBERT, M'LAD!

I CALLED THE *BIRDS*, BEASTIE! THEY'LL BE WAITIN' AT THE *COFFEE A GO-GO!*

EXCELLENT, BOBBY! I SHALL BE READY *SUMMARILY*...

THERE I GO *AGAIN!* MAYBE THERE *IS* NO MORE HANK P. McCOY... PERHAPS HE'S BEEN SUPPLANTED BY THE OMNIPRESENT *BEAST!*

BUT NOW, JUST TO PROVE WE HAVEN'T FORGOTTEN THERE IS ALSO A *FEMININE* MEMBER OF THE X-MEN, WE SWITCH OUR EVER-SHIFTIN' SCENE TO *METRO COLLEGE*, WHERE---

I'M GLAD YOU COULD *MAKE* IT, JEANIE!

I'VE *WRITTEN* RALPH ALL ABOUT THE GROOVIEST CO-ED ON CAMPUS! BUT, I KNOW HE'D RATHER SEE HER IN *PERSON*!

HEY! HERE'S MY LONG-LOST SIBLING *NOW*!

HONK! HONK!

I WOULDN'T HAVE *MISSED* A CHANCE TO MEET YOUR BROTHER, TED!

AND, MAYBE LEARN WHY TED FEELS SUCH A *RIVALRY* WITH HIM...SO THAT HE KNOCKS HIMSELF OUT TO EXCEL AT *SPORTS*!

GREETINGS, TIGER! HOW'S MY FAVORITE SCHOLAR---*HUNGRY*, AS USUAL?

YOU *KNOW* IT, RALPHIE!

FIRST, THOUGH, THERE'S SOMEBODY I WANT YOU TO *MEET*!

AT THIS POINT, WE'LL SKIP THE *INTROS*.. MAINLY 'CAUSE WE NEVER CAN REMEMBER *WHO* GETS INTRODUCED TO *WHOM*! THEN---

MY BABY BROTHER ALWAYS *DID* TEND TO UNDERSTATE THINGS! YOU'RE EVEN PRETTIER THAN HE *CLAIMED*!

I TRUST HE'S BEEN FILLING YOUR HEAD WITH *SHAKESPEAREAN QUOTATIONS*!

ACTUALLY, WE WERE JUST TALKING ABOUT HOW THEY'RE RE-MODELING THE *STADIUM*!

STADIUM? THAT USED TO BE MY *SECOND HOME*, GAL! OKAY IF I TAKE A *LOOK*?

WE'RE WITH *YOU*, ALUMNUS!

AND, A FEW MINUTES LATER---

THEY MAY HAVE ADDED A NEW *SCOREBOARD*...BUT, IT'S STILL THE SAME STADIUM WHERE I SET THE SCHOOL RECORD FOR *TOUCHDOWN PASSES*!

THAT WAS BACK IN THE *DARK AGES*, METHUSELAH! THINK YOU'RE STILL IN *SHAPE*?

TRY ME, PAL! NAME YOUR *POISON*!

RALPH'S BOASTING IS ONLY *HALF-SERIOUS*.. AND TED *KNOWS* IT!

YES, DESPITE HIS KIDDING, I CAN TELL THAT TED FEELS A NEED TO *PROVE* HIMSELF!

ALL RIGHT, OLD-TIMER...YOU'RE *ON*! WE'LL SEE HOW GOOD YOU STILL ARE AT *POLE-VAULTING*!

I KNOW YOU HOLD THE RECORD IN THAT, *TOO*...BUT, I'M STILL BETTIN' I CAN *TAKE* YOU!

I SEE YOU'RE GONNA HAVE TO LEARN THE *HARD* WAY!

GET ME A PAIR OF *TRUNKS*, AND I'LL TEACH YOU TO RESPECT YOUR *ELDERS*, SONNY BOY!

THUS, SOME GYM CLOTHES ARE QUICKLY FOUND, AND---

HERE'S YOUR *POLE*, BROTHER MINE! STILL REMEMBER HOW TO *HOLD* IT?

JUST *WATCH* ME! AND, WHILE YOU'RE AT IT, YOU MIGHT TAKE *NOTES*!

TED WILL BE *CRUSHED* IF HE LOSES IN FRONT OF ME! BUT, THERE'S NO WAY TO STOP THEM *NOW*!

NEXT, AS TED AND JEAN LOOK ON---

THINK YOU CAN BEAT *THIS* LITTLE JUMP, YOUNGSTER?

A LEAD-PIPE *CINCH!* I...WAIT! THAT POLE'S STARTING TO *GIVE!*

IT CRACKED IN *TWO!* TED!!

DON'T WORRY! I'LL LAND ON MY FEET LIKE A *CAT!*

SNAP!

BUT, AS THE FORMER COLLEGE ATHLETE TWISTS HIS BODY TO *LAND* PROPERLY---

KLUNK!

=UNNNH!=

OHH! HE STRUCK HIS HEAD ON THE *UPRIGHT!*

I *KNEW* WE SHOULDN'T HAVE USED ONE OF THOSE OLD DISCARDED POLES! IF ANYTHING HAS *HAPPENED* TO HIM---

LUCKILY, IT WAS ONLY A *GLANCING BLOW!* HE MANAGED TO AVOID LANDING ON HIS *HEAD!*

HE'S *COMING TO!* RALPH.. ARE YOU *OKAY?* SPEAK TO ME, BUDDY!

OWWW.. WADDAYA WANT ME TO *SAY?*

HE'S GOING TO BE *ALL RIGHT!*

STILL, THAT'S A BAD *BRUISE!* YOU OUGHT TO SEE A *DOCTOR*...

WHAT? AND LET IT BE KNOWN THAT *RALPH ROBERTS,* BOY INDUSTRIALIST, GOT CONKED ON THE NOGGIN BECAUSE HE WAS TOO HEAVY FOR *POLE-VAULTING?* NOT A *CHANCE,* LADY!

NOW, WINNER-BY-DEFAULT, HOW ABOUT THAT *MEAL*.. IF I DON'T STAB MYSELF WITH THE *FORK,* THAT IS!

SURE THING, RALPH! THERE'S A DINER NEAR *JEAN'S DORM!*

SOON, BRUISES AND SIBLING RIVALRIES ARE MOMENTARILY *FORGOTTEN,* AS...

Never-Say-Diner

TED NEVER MENTIONED THAT YOU USED TO WORK FOR *ANTHONY STARK,* RALPH! YOU SAY YOU EXPERIMENTED WITH *COBALT?*

AMONG *OTHER* THINGS, JEAN! I WORKED FOR STARK UNTIL A FEW *MONTHS* AGO---

THEN..FOR REASONS I'D RATHER NOT GO *INTO*... I DECIDED TO BRANCH OUT ON MY OWN! THUS WAS FORMED THE FLEDGLING *ROBERTS RESEARCH* LAB!

FUTURE HISTORIANS, PLEASE *NOTE!*

AND, JUST IN CASE YOU THINK THAT *THREE'S* A CROWD... WOULD'JA BELIEVE *FIVE?*

AH..I *KNEW* THOSE GORGEOUS FLAMING LOCKS I SAW COULDN'T BELONG TO ANYBODY BUT OUR *JEANIE!*

WARREN! SCOTT! COME IN AND *JOIN* US!

TED ROBERTS ..AND *ANOTHER* GUY! THIS ISN'T EXACTLY MY *LUCKY DAY!*

NO NEED TO TWIST OUR *ARMS,* GAL! WE'RE *IN,* ALREADY!

LOOKS LIKE IT'S *INTRO* TIME AGAIN!

THEN, WHEN THINGS ARE BACK TO *NORMAL* ONCE MORE...

YOU MEAN YOU'RE INVITING THE *FOUR* OF US TO RIDE OUT TO YOUR NEW *LABS*? SOUNDS *GREAT*, RALPH!

SURE! IT'S NOT FAR FROM HERE! AFTERWARDS, YOU COULD TAKE A *BUS* TO YOUR OLD SCHOOL!

I'M *SOLD!* LEAD ME *TO* IT!

SWINGIN'! Y'KNOW, SOMETIMES IT'S NOT SO *BAD* HAVING A GENIUS FOR A BROTHER!

HOW ABOUT *YOU* TWO?

THANKS, BUT... I'D BETTER *BOW OUT!*

I THINK *I'LL* COME--IF WARREN DOESN'T MIND---

AND SO, AS NIGHT FALLS, THE JOVIAL QUARTET TAKE THEIR *LEAVE*---

AT LEAST, I CAN TALK TO JEAN *LATER!* AND, I *WOULD* LIKE TO SEE RALPH'S *LABS!*

LET'S *MOVE*, CREW! TIME'S A-WASTIN'!

ARE YOU *POSITIVE* YOU WON'T JOIN US, WARREN?

YOU'LL BE MISSIN' A REAL *BLAST!*

SORRY, GROUP, BUT I'M NOT QUITE IN THE MOOD FOR LOOKIN' AT *TEST TUBES!*

THERE'S *OTHER* FAIR-HAIRED FISH IN THE SEA---AND OL' WARRY'S GONNA *FIND* 'EM!

MEANWHILE, LEST WE OVERLOOK *HANK* AND *BOBBY*, LET'S DROP IN ON GREENWICH VILLAGE'S *COFFEE A GO-GO*...

LISTEN! BERNARD THE POET IS RECITING HIS LATEST *MASTER-PIECE!*

LIKE, LIFE IS A *YO-YO*...AND MANKIND KEEPS TYING KNOTS IN THE *STRING!*

GO *UP*...GO *DOWN*...THEN CALL IT *PROGRESS!* FOR, HAPPINESS IS A *WARM PUPPET!*

ISN'T HE *MARVY*, HANK? HE'S OUR ANSWER TO *BOB DYLAN!*

PERSONALLY, I'M EVEN A BIT UNCERTAIN OF THE *QUESTION!*

WHAT A GROOVY *POEM!* AND, IT'S IN *FREE VERSE!*

IT *HADDA* BE! NOBODY'D BE NUTTY ENOUGH TO *PAY* 'IM FOR IT!

AH, MY DEAR ZELDA! I NOTED THAT YOU WERE PROPERLY ENTHRALLED BY MY *AMORPHOUS ODE TO A YO-YO!*

PERHAPS, IF I MIGHT *JOIN* YOU---

OH, WE'D BE *DE-LIGHTED*, WOULDN'T WE, BOBBY?

YEAH! IT'D MAKE MY *DAY!*

IT IS TRULY *INSPIRING*, LOVELY ZELDA, TO FIND SOMEONE SO TOTALLY IN TUNE WITH MY OWN POETIC NATURE! YOU HAVE THE TRUE SOUL OF AN *ARTISTE!*

DO YOU REALLY *THINK* SO, BERNARD?

NUTS! ALL THAT BEARDED BARD WANTS IS TO COP A FREE CUP OF *ESPRESSO!*

AND, SINCE HE'S SUCH A *COOL CAT*, WHO AM I TO *DENY* HIM?

SOMETHIN' *WRONG*, BERNY, BABY?

OH, ER, NO--- *NOTHING!* BUT, PERHAPS I'D BEST BE *GOING!*

THE *REST* OF MY APPRECIATIVE PUBLIC AWAITS!

IT'S BEEN A *BALL!* COME AGAIN *NEXT* WINTER, PAL!

ELSEWHERE, A SOMEWHAT STARTLED *WARREN WORTHINGTON III* FINDS THAT HE HAS ACCIDENTALLY WANDERED INTO AN ELECTRIFIED EAST-SIDE WORLD OF *POST-TWIST TEENS* AND *WATUSI-ING TEENY-BOPPERS* ...

HEY! ISN'T THIS THE *PIZZA PARADISE*?

THAT WAS *LAST* WEEK! NOW, IT'S THE *MONKEE'S PAW!*

TIMES *CHANGE*, HERBIE! C'MON IN AND *SNAP YOUR MIND!*

I'm in love---
I'm a *believer*...
I couldn't leave her if I tried...

THAT'S A *GROOVY SOUND*... EVEN IF IT *HAS* BEEN OUT FOR SEVERAL MONTHS!

YOU CAN'T BEAT THE *OLDIES BUT GOODIES*, DAD!

WELL, I MIGHT AS WELL GRAB A GAL AND GET IN SOME *SHAKIN'!*

WH..?

GUESS *WHO*, WARREN!

THAT *VOICE!* IT CAN'T BE... BUT, IT *MUST!*

IN FACT, IT *IS! CANDY SOTHERN*, THE LIGHT OF MY MISSPENT YOUTH! WHAT'RE *YOU* DOING IN THE BIG BAD CITY?

YOU MEAN THERE'S A LAW THAT I HAD TO STAY IN NASSAU COUNTY *FOREVER?*

TREAT ME TO A *DIET PEPS!*, LAD, AND WE'LL *COMPARE NOTES* ON THE LAST COUPLE OF YEARS!

BEST OFFER I'VE HAD *TODAY!*

TALK ABOUT YOUR *SMALL WORLDS!*

AND, TALK THEY DO..!

... SO, WITH ALL THE CUTER NEIGHBORHOOD BOYS AWAY AT *PRIVATE SCHOOLS*, WHAT WAS A GIRL GONNA *DO?*

I TALKED MY FOLKS INTO LETTING ME GET AN *APARTMENT*, AND WANGLED A JOB AT THE *U.N. BUILDING!*

I TAKE A FEW NIGHT COURSES AT *ARCHER COLLEGE*, AND... BUT, I'M *RUNNING ON* ABOUT MYSELF...

RUN *AWAY*, CANDACE! MY TIME'S *A-COMIN'!*

AGREED... IF YOU PROMISE NOT TO CALL ME *CANDACE* AGAIN!

BUT, NOW THAT WE'VE PLAYED *NOAH* AND PAIRED OFF ALL OUR MARVELOUS MUTANTS, IT'S *SUPER-VILLAIN TIME*... AS, IN THE SMALL BUT MODERN *ROBERTS RESEARCH, INC.*..

AND, SINCE ITS MELTING POINT IS *1495° C*, WE HOPE EVENTUALLY TO USE AN ALLOY OF *COBALT* FOR A SHIP THAT CAN TRAVEL TO THE *EARTH'S CORE!*

OVERHEAD, YOU SEE A FEW *SCALE MODELS!*

THEY LOOK ALMOST *OPERATIONAL!*

COMPARED TO RALPH, I'M A *DUNCE!* HOW CAN I MEASURE UP TO A BROTHER LIKE *HIM?*

NOW, SCOTT, WHILE YOU AND JEAN LOOK AT THOSE *SLIDES* OF THE EARTH'S INTERIOR, I HOPE YOU'LL EXCUSE *TED* AND ME FOR A FEW MINUTES...

OF COURSE! THESE COLOR SHOTS ARE *FANTASTIC*, EH, JEAN?

THEY CERTAINLY *ARE!*

AS *X-MEN*, WE'VE BEEN BELOW THE EARTH'S SURFACE---BUT NOTHING LIKE *THIS!*

TED--FOLLOW ME! I'VE GOT TO *SHOW* YOU SOMETHING!

SURE, RALPH! BUT, WHY ALL THE *WHISPERING?*

IN *ANSWER*, RALPH LEADS HIS YOUNGER BROTHER TO A NEARBY *CHAMBER*, WHERE---

OKAY, WHAT'S THE BIG *SECRET*? THAT I'VE GOT *BAD BREATH*, OR SOMETHIN'?

I WANTED YOU TO BE THE FIRST OUTSIDER TO SEE OUR *TOP-PRIORITY PROJECT*... IF YOU CAN KEEP *MUM* ABOUT IT!

SURE, BUT I DON'T SEE---

KLIK!

YOU *WILL* SEE, TED! THE WHOLE *WORLD* WILL SEE!

NEXT, A *PANEL* IS SLID OPEN, TO REVEAL---

WHAT IN--? IT LOOKS LIKE A SILVER-BLUE VERSION OF *IRON MAN'S ARMOR!*

YOU'RE ALMOST *RIGHT!* THAT SUIT IS MADE OF ONE OF OUR NEW *COBALT ALLOYS!*

I'VE ONLY TESTED IT *ONCE*---BUT, HELP ME INTO IT, AND I'LL SHOW YOU WHAT IT CAN *DO!*

ARE YOU SURE YOU *SHOULD*, RALPH? AFTER ALL, YOU GOT A NASTY *BUMP* A WHILE AGO...

THE MAIN REASON I QUIT *STARK INDUSTRIES*, TED, IS BECAUSE HE AND STARK REFUSED TO DIVULGE THE *SECRET* OF IRON MAN'S COSTUME!.

WHY ARE YOU OUT TO COMPETE WITH *IRON MAN*, ANYWAY?

I'VE *OBSERVED* IRON MAN SEVERAL TIMES---AND, I THINK I CAN DUPLICATE SOME OF HIS FEATS IN THIS ARMOR OF SUPERIOR *COBALT!*

THEN, UNLIKE *IRON MAN* AND *STARK*, I'LL TURN THE BLUEPRINTS OVER TO THE *GOVERNMENT!*

THEY CLAIM IRON MAN'S SUIT IS TOO *DANGEROUS*--- THAT ITS POWER WOULD *OVERWHELM* MOST MEN! BUT, I'M SURE THEY'RE *WRONG*...OR *LYING!*

STAND BACK, WHILE I *ACTIVATE* THE SUIT.. *NOW!!*

INSTANTLY, TORRENTS OF CASCADING *ENERGY* SURGE THROUGH THE TRANSISTORIZED ARMOR--

AND, AS TED LOOKS ON, *AMAZED*...

LOOK AT WHAT MY COBALT-POWERED *RECOIL BEAM* DOES TO THAT *CEILING!*

KRAK!

BUT IF IT'S WORN OVER *TWO HOURS*, THE ARMOR STARTS PRODUCING THE DEADLY RADIOACTIVE *COBALT 60*---AND I'D SOON TURN INTO A *WALKING C-BOMB!*

THAT BEAM MUST BE NEARLY AS STRONG AS IRON MAN'S *REPULSOR RAYS!*

I'M BETTING IT'S *STRONGER*, TED! WATCH *THIS!*

MY *TRANSISTORS*... OPERATING BY STARK'S OWN PRINCIPLES--- INCREASE MY PHYSICAL STRENGTH A *HUNDRED TIMES!*

RALPH ROBERTS COULD NEVER MAKE A MIGHTY LEAP LIKE THIS... BUT, IT'S DUCK-SOUP FOR---THE *COBALT MAN!*

THEN, AS THE BLUE-CLAD FIGURE *DESCENDS*...

WELL, WHAT DO YOU THINK *NOW*?

IT'S... *WONDERFUL*, RALPH! BUT, WHAT ABOUT THAT *CEILING* YOU DEMOLISHED?

THAL WUF!

CEILING? WHAT DOES A THING LIKE THAT MEAN TO *ME*?

I CAN EASILY *REPAIR* IT... I CAN DO *ANYTHING*! I---EUNNHH..E

FEEL...*STRANGE*! MY HEADS STARTING TO *ACHE*... *TERRIBLY*!

IT MUST BE THE AFTER-EFFECTS OF YOUR *FALL*!

MAYBE YOU BETTER LEAVE THE SUPER-HERO STUNTS TO *IRON MAN* FOR A WHILE!

IRON MAN? DON'T MENTION THAT COSTUMED *TRAITOR* IN MY PRESENCE!

I SHOULD *SEEK HIM OUT*... AND SHOW HIM HE'S NO MATCH FOR *ME*!

HE'S OUT OF HIS *HEAD*! HE SOUNDS ALMOST LIKE *ANOTHER PERSON*!

YOU *CAN'T* CHALLENGE IRON MAN, RALPH! HE'S NO *TRAITOR*!

BESIDES, WHAT ABOUT THE TWO HOURS' *TIME LIMIT*? YOU DON'T WANNA TURN INTO A *HUMAN C-BOMB*!

HERE---LET ME HELP YOU OFF WITH YOUR *HELM*... EOOOF!E

KEEP *AWAY* FROM ME, YOU YOUNG FOOL!

NO ONE MAY TOUCH ...THE *COBALT MAN*!

TZAK!

AND, AS TED FALLS, STRUCK UNCONSCIOUS BY A HEAVY *METAL GLOVE*, HIS ASSAILANT'S ATTENTION TURNS *ELSEWHERE*...

MUST *FIND* THAT--- TRAITOR---AND *DESTROY HIM*... FOR THE GOOD OF *MANKIND*!

THE NAME--- *IRON MAN*... KEEPS COURSING THROUGH MY BRAIN---AS IF IT WERE ON *FIRE*!

BUT *FIRST*... THERE'S SOMETHING I MUST *DO*... IN THAT *LAB*!

NEXT, THE ARMORED SCIENTIST STOPS BEFORE A LARGE *MOLD*...

ONCE MY RECOIL BEAMS HAVE DESTROYED THIS *EQUIPMENT*, IT WILL BE SAFE FROM BETRAYERS LIKE *IRON MAN*!

BRAK!

TZAP!

THEN, UNTIL I REVEAL MY SECRETS, THERE CAN BE BUT *ONE COBALT MAN*!

YET, THOUGH *RECOIL BEAMS* ARE RELATIVELY SILENT, *MACHINERY* BEING DESTROYED IS NOTORIOUSLY *NOISY!* AND SO ---

THOSE *SOUNDS*... LIKE SOMETHING BEING RUTHLESSLY *SMASHED!*

THIS *WOULD* HAPPEN JUST WHEN I'M FINALLY *ALONE* WITH JEAN!

THEY CAME FROM *UP AHEAD!*

DARN IT! SCOTT WAS ALL SET TO ASK ME FOR A *DATE!*... I *KNOW* HE WAS!

BUT THEN, ALL THOUGHTS OF ROMANCE ARE *FORGOTTEN*...

ZOK!

IN *THERE!* SOME CREEP IN *ARMOR*... TEARING UP RALPH'S *LABS!*

YOU CLEAR OUT, JEAN, WHILE I TAKE HIM ON AS *CYCLOPS!*

NOT ON YOUR *LIFE*, SCOTT SUMMERS!

MY COSTUME'S IN MY *SUITCASE*.. AND I'M GOING IN *WITH* YOU!

THUS, IN RECORD TIME, THE HULKING BLUE FORM HEARS A PAIR OF *FOOT-FALLS* ABOVE, AND...

ALL RIGHT.. I DON'T KNOW WHO YOU *ARE* UNDER THAT HELMET, MISTER, BUT IT'S A CINCH YOU'RE NOT THE *INTERIOR DECORATOR!*

I DON'T *GET* IT! *RALPH* AND *TED* SHOULD BE HERE BY NOW!

HAS THAT CHARACTER *DONE* SOMETHING WITH THEM?

YOU TWO... LOOK *FAMILIAR!* I SHOULD *KNOW* YOU ...

THERE ARE A *LOT* OF CROOKS WHO KNOW ABOUT *CYCLOPS*... AND *MARVEL GIRL!*

OF *COURSE!* TWO OF THE *X-MEN*... MASKED JUST LIKE *IRON MAN!*

YOU MUST BE... HIS *FRIENDS!* AND, *LIKE* HIM... *TRAITORS!*

TRAITORS? WHAT ARE YOU... *LOOK OUT!* HE'S SHATTER-ING THE *CATWALK!*

HE'S GOT *REPULSOR RAYS*... JUST LIKE *IRON MAN!*

FTAK!

WHAT? YOU DARE COMPARE THAT VILLAIN TO *ME*... TO THE *COBALT MAN?*

FOR THAT.. YOU MUST *PAY!*

FEARLESSLY, THE TWO MUTANTS *LEAP FORWARD*..

THIS *CHAIN* WILL BREAK MY FALL!

ARE *YOU* OKAY, J--ER, MARVEL GIRL?

YES.. MY *LEVITATIONAL POWER* WILL LOWER ME GENTLY!

BUT, WE'VE GOT TO PROTECT *TED* AND *RALPH*... AS WELL AS WHAT'S LEFT OF THE *LAB!*

HAH! YOU'LL DO WELL TO DEFEND YOURSELVES FROM MY ATTACK!

THAT FORM-FITTING ARMOR MUST GIVE HIM FANTASTIC POWER! I CAN BARELY HOLD HIM BACK WITH MY TELEKINESIS!

CYCLOPS--- HURRY! IT'LL TAKE BOTH OF US TO STOP HIM!

RIGHT! AND HOW'S THIS FOR A STARTER?

BIFF!

MUST LAND.. SO THAT I CAN BRING MY OPTIC BLASTS INTO PLAY!

WHILE I'M SWINGING WILD LIKE THIS, I MIGHT ACCIDENTALLY HIT JEAN!

I CARELESSLY TURNED MY BACK ON YOU! THAT WON'T HAPPEN AGAIN!

NOW, LET'S SEE IF THAT COBALT ZOOT-SUIT CAN STAND UP TO MY EYE-BEAMS!

WH..? HE LEAPED OUT OF THEIR PATH!

WHAT DID YOU EXPECT ME TO DO, FOOL? STAND STILL LIKE A LIVING TARGET FOR YOUR BLASTS?

AND, ONCE MORE YOU MISS!

FZZ AT

BUT, I HAVE TOYED WITH YOU LONG ENOUGH! NOW, COBALT MAN WILL TAKE THE OFFENSIVE!

STAY BEHIND ME, MARVEL GIRL! WE DON'T KNOW WHAT HE'LL TRY NEXT!

YOU NEEDN'T PROTECT ME! I CAN TAKE CARE OF MYSELF!

CAN YOU? I DOUBT IF EITHER OF YOU CAN... AND NOW I'LL PROVE IT!

KAAK!

LOOK OUT! HE KNOCKED THE SUPPORT OUT FROM UNDER THAT METAL CAB..!

HIS RAYS ARE AS POWERFUL AS IRON MAN'S! WE'LL NEVER GET OUT OF THE WAY--- IN TIME!

THEN, AS SCOTT AND JEAN ARE LOST FROM SIGHT BENEATH THE AWESOME MASS OF FALLING METAL, THE CHAMBER IS FILLED WITH THE CALLOUS LAUGHTER OF THE MAN WHO WAS ONCE RALPH ROBERTS...

THEY ARE FINISHED... BURIED BENEATH TONS OF DEBRIS!

YET, EVEN WITH THEIR LAST BREATHS, THEY REMINDED ME OF MY VENDETTA WITH IRON MAN AND TONY STARK!

MY TASK HERE MUST WAIT... UNTIL I HAVE DESTROYED THE TRAITORS' NEST THAT IS STARK INDUSTRIES!

BUT, WITH APOLOGIES TO MARK TWAIN, ALL REPORTS OF THE MUTANTS' DEATHS ARE SOMEWHAT *EXAGGERATED!* FOR, AS THE SCHIZOPHRENIC SUPER-VILLAIN *ZOOMS* OFF..

LUCKILY, THE CAB WAS *HOLLOW!* BUT BLASTING A *HOLE* THROUGH THE BOTTOM EX-HAUSTED MY *EYE-BEAMS* FOR A WHILE!

ARE YOU *ALL RIGHT*, JEAN?

JUST A BIT *SHAKEN!* YET, MY POWER ALONE CAN'T *BUDGE* THE CAB!

WHERE ARE *TED* AND *RALPH*? HAS THE COBALT MAN *HARMED* THEM?

WE'D BETTER CONTACT THE OTHER *X-MEN*-- BUT *HOW*?

YOU *FORGET*, JEAN... PROFESSOR XAVIER RECENTLY EQUIPPED US WITH *SIGNAL DEVICES* INSIDE OUR WRIST WATCHES!

THIS IS OUR FIRST CHANCE TO SEE IF THEY *WORK!*

YES, I.. I SHOULD HAVE *THOUGHT* OF THAT!

I CAN'T STOP WORRYING ABOUT *TED*... AND WHAT MIGHT HAVE *HAPPENED* TO HIM!

SCOTT NEVER *PANICS!* HE WAS *BORN* TO BE A LEADER OF THE X-MEN! BUT, WAS *I* BORN TO BE *ONE* OF THEM?

WE CAN'T CALL THE PROFESSOR *TELEPATHI-CALLY* UNLESS HE OPENS HIS *MIND* TO US!

SO, THIS NEW ELECTRONIC *MENTO-CALL* IS DESIGNED TO HAVE HIM DO JUST *THAT!*

I ONLY HOPE ITS *RANGE* IS GREAT ENOUGH!

HOWEVER, SCOTT SUMMERS' FEARS PROVE *GROUNDLESS!* AND, ALMOST INSTANTANEOUSLY, MILES AWAY..!..

A MENTAL MESSAGE IS COMING IN... ON *CYCLOPS' FREQUENCY!*

HE INDICATES SERIOUS TROUBLE-- BUT NOT IMMEDIATE PERSONAL *DANGER!* THEN, I WON'T INTER-RUPT THESE VITAL *EXPERIMENTS!*

BUT, I'LL CONTACT THE *REST* OF THE X-MEN-- *AT ONCE!*

AND SO, SECONDS LATER, AT THE *COFFEE A GO-GO*...

BONGETY BONG BOM

HEY, DIG THE COLLEGE TYPE LAYIN' 'EM *DOWN!*

I THOUGHT YOU SAID YOU COULDN'T DO THE *MONKEY*, HANK! YOU'RE A *NATURAL!*

HE'S AHEAD OF HIS *TIME!*

IS THAT INTENDED AS A *COMPLIMENT*.. OR AN *INSULT*?

UH-OH! A MENTAL SUMMONS FROM THE *PROFESSOR!*

PARDON ME, VERA! I MUST CONFER FOR A MOMENT WITH MY MORE COGNIZANT COLLEAGUE ON A FEW *NEW STEPS!*

BUT, HENRY--- YOU WERE DOING SO WELL ON YOUR *OWN!*

BOBBY, LAD--- DID YOU--?

LOUD AND *CLEAR*, HANK! WE BETTER *MOVE*... AND *FAST!*

ER, YOU'LL HAVE TO PARDON OUR *DUST*, GALS, BUT, HANK AND I GOTTA *SPLIT!*

WHAT... AGAIN? THESE SUDDEN EXITS ARE GETTING TO BE CHRONIC WITH THOSE TWO!

I COULD UNDERSTAND BEING STOOD UP... BUT, IN THE MIDDLE OF A DATE?

DO YOU THINK THEY'RE ANY MADDER THAN USUAL, HANK?

THAT'S HARDLY PROB-ABLE, MR. DRAKE!

REMEMBER, THE LAST TIME, WE TOOK OUR LEAVE TO THE ACCOMPANIMENT OF A SYMPHONY OF FLYING TEACUPS!

WE'RE GETTING INSTRUCTIONS ON WHERE TO GO! I WONDER WHAT...

I'D PREFER NOT TO HAZARD A GUESS! BUT, WE'D BEST HURRY!

TAXI!

AH, IT'S STOPPING!

NOW TO ASCERTAIN JUST HOW FAR $1.35 WILL TRANSPORT TWO LESS-THAN-AFFLUENT SUPER-HEROES!

TAXI

WHILE, AT APPROXIMATELY THE SAME TIME, FARTHER UPTOWN..

...To be without a home... like a complete unknown... Like a rolling stone...

..AND SO, SINCE GRADU-ATION, OUR INSTRUCTOR'S HAD US PURSUING COLLEGE-LEVEL WORK!

THERE ARE ONLY THREE OTHER STUDENTS NOW... BUT, THEY'VE ALL GOT SOME SPECIAL, ER, ABILITY!

IT SOUNDS LIKE A POSH PLACE! DO THEY TAKE APPLICANTS?

UH-OH! LOOKS LIKE I OVER-SOLD THE SCHOOL! I'D BETTER CHANGE THE SUBJECT, BEFORE SHE GETS TOO CURIOUS!

SAY... I'VE BEEN OUT OF TOUCH FOR A WHILE, CANDY! THINK YOU COULD SHOW ME SOME NEW DANCES?

I THOUGHT YOU'D NEVER ASK!

BUT, SUDDENLY..

I'M SORRY, CANDY... I JUST REMEMBERED AN ERRAND I PROMISED THE PROFESSOR I'D RUN FOR HIM!

TELL YOU WHAT... HOW ABOUT ME GIVING YOU A BUZZ TO-MORROW?

IF THAT'S THE BEST YOU CAN DO--I'LL TAKE IT!

THEN, A SHORT TIME LATER, A SPEEDING MUSTANG RACES THROUGH THE BRISK NIGHT AIR... BUT, ITS DRIVER FINDS IT DIFFI-CULT TO CONCENTRATE COMPLETELY ON THE MISSION AT HAND!

WHAT A LUCKY BREAK.. MEETING CANDY, THE SAME NIGHT I DECIDED TO GIVE UP ON JEANIE! IT'S ALMOST LIKE... FATE!

WELL, NO MATTER WHAT IT IS... I'M GONNA MAKE THE BEST OF IT! AND THAT'S A PROMISE!

BUT, I'D BETTER GET A MOVE ON! THE PROF SAID TO GET OUT TO LONG ISLAND SOUND.. AND FAST!

RRRRRRRRR

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AS, BACK AT THE BELABORED LABORATORY OF *ROBERTS RESEARCH, INC*...

WE'VE GOT TO GET *OUT* OF HERE SOMEHOW... BEFORE COBALT MAN ATTACKS *STARK INDUSTRIES!*

THAT *HOOK AND CHAIN..!* JEAN, DO YOU THINK YOU COULD TURN ON ITS *MOTOR?*

WHY..OF *COURSE!*

THAT'S SOMETHING *ELSE* I SHOULD HAVE THOUGHT OF RIGHT AWAY! AM I GETTING *CARELESS..?*

OR, IS IT JUST THAT I'M MORE WORRIED ABOUT *TED*...THAN I AM ABOUT STOPPING THE *COBALT MAN?*

THERE! THAT *DID* IT!

KLIKK!

NEXT, *LOWER* THE CHAIN...AND USE YOUR TELEKINETIC POWER TO DRAW IT TO *ME!*

GOOD GIRL! NOW, IT'LL BE EASY TO *REVERSE* THE MOTOR...AND *FREE* US!

COME TO THINK OF IT, HE *DID* HAVE THE SAME KIND OF *VOICE*... THE SAME *INFLECTIONS!*

YOU KNOW, I CAN'T HELP THINKING THAT OUR FOE SOUNDED A LOT LIKE... *RALPH ROBERTS!*

BUT, IT DOESN'T MAKE SENSE! WHY WOULD RALPH WRECK HIS OWN *EQUIPMENT?*

AND, SCANT MOMENTS LATER, THE TWO MUTANTS ARE *STILL* PONDERING THIS QUESTION AS THEY RUSH FROM THE *LAB*...

WHOEVER THE COBALT MAN IS, HE'S GOT A GOOD *HEAD START* ON US!

WITH NO MEANS OF *TRANSPORTATION*, HOW'LL WE EVER *OVERTAKE* HIM?

YOUR GUESS IS AS GOOD AS *MINE!*

WE'LL HAVE TO PLAY THIS THING BY *EAR!*

HERE'S RALPH'S *PANEL*...BUT, THAT DOESN'T HELP US UNTIL WE FIND HIM AND *TED!*

JEAN... WHAT *IS* IT?

SHH! IT'S TED... ON THE *RUN!* HIS HEAD IS *BANDAGED*, AND--*LISTEN!*

RALPH--I GOTTA *STOP* HIM! CAN'T LET HIM--RUN WILD IN THAT *COBALT ARMOR*...

THEN..IT *WAS* RALPH WE FOUGHT! QUICK, JEAN... INTO THE *TRUCK!*

WITH LUCK, *TED* WILL TAKE US STRAIGHT TO HIS *BROTHER!*

AND SO, WITHIN SECONDS, *TED ROBERTS* IS SPEEDING THROUGH THE NIGHT...UNAWARE THAT HE IS ALSO CARRYING TWO SUPER-POWERED *PASSENGERS* TO A FATEFUL RENDEZVOUS...

I'VE NO CLUE AS TO WHERE RALPH MIGHT HAVE *GONE*... EXCEPT FOR HIS RANTINGS ABOUT *IRON MAN!* AND *TONY STARK!*

I CAN ONLY HEAD FOR *STARK INDUSTRIES*.. AND PRAY THAT I CAN *STOP* HIM IF HE GOES THERE!

15.

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MEANWHILE, NOT TO FORGET ABOUT *HANK* AND *BOBBY*...

ALAS, FOR THE DAYS WHEN SUPER-DOERS WERE ALL *MILLIONAIRES IN MASKS!*

WE WERE EVEN LESS WELL-HEELED THAN I *IMAGINED*... AND, THAT *CABBIE* WAS SINGULARLY *UNSYMPATHETIC!*

CHEER UP! YOU DIDN'T NEED THAT WRIST WATCH, *ANYWAY!*

HEY-- THAT *CAR!* IT LOOKS LIKE...

WARRY! WADDAYA KNOW! IT'S ABOUT *TIME* OUR LUCK PICKED UP!

I'LL WAGER THE *AVENGERS* NEED NEVER RESORT TO *HITCH-HIKING!*

DON'T LOOK SO SURPRISED! THE *PROFESSOR* HELPED ME LOCATE YOU--- AFTER ALL, WE'RE NOT FAR FROM *STARK INDUSTRIES!*

HOP ABOARD... AND WE'LL FIND OUT WHAT THIS MIDNIGHT RIDE IS ALL *ABOUT!*

THUS, WITHIN MINUTES---

THERE'S THE FACTORY--- BUT, IT'S *DARK!* I THOUGHT IT WAS GOIN' *24 HOURS A DAY!*

NOW I RECALL.. THE PLANT WAS *DESTROYED* RECENTLY, AND THIS *NEW* BUILDING WON'T BE DEDICATED TILL *MONDAY!**

CORRECT, LAD! STILL, WHY ISN'T *IRON MAN* HERE, TO PROTECT HIS PRESTIGIOUS EMPLOYER'S PROPERTY?

STARK INDUSTRIES

**I.E.*, THIS SAGA TAKES PLACE *BEFORE* THE EPOCHAL EVENTS IN *SUSPENSE #89* --LOOPHOLE LEE.

SKREECH!

AT THIS POINT, JUST IN CASE A FEW MIXED-UP MARVELITES *SHARE* HANK'S BEWILDERMENT, WE'D BEST MENTION THAT TONY STARK HAS A *DATE* THIS VERY EVENING! (AFTER ALL, EVEN *IRON MAN* CAN'T BE *EVERY-WHERE!*)

THEN, AFTER THE MUSTANG IS CAREFULLY *CAMOUFLAGED*---

I'LL SEE IF I CAN SPOT ANYTHING MENACING FROM UP *HERE!*

AH... WHAT A RELIEF TO GET OUT OF *HARNESS* ...AND INTO THE *SKY* ONCE AGAIN!

BUT, IN HIS *EXHILIRATION*, THE ANGEL MOMENTARILY FORGETS TO LOOK *EARTHWARD*, WHERE ---

SO... THE TWO X-MEN WHOM I FOUGHT SOMEHOW CONTACTED THEIR COSTUMED *COHORTS!* I SHOULD NOT HAVE DELAYED SO LONG TO *TEST MY POWERS!*

NO MATTER! THEY.. LIKE THEIR FELLOWS.. WILL MERELY RELIEVE MY BOREDOM TILL I CAN LOCATE *IRON MAN!*

ONE MIGHTY *LEAP*, AND---

MISSED! THE WINGED MUTANT MUST HAVE *HEARD* ME ---AND BANKED ASIDE AT A *90° ANGLE!*

THAT'S WHAT YOU GET FOR *TALKIN'* TO YOURSELF, FRIEND!

SPROKK!

ZAK!!
NOW, WHAT SAY WE TALK THIS OVER, AND--- SHEESH!
BAH! YOU'RE OF NO INTEREST TO ME! MY QUARREL IS WITH IRON MAN!
IF IT WAS UP TO ME, MISTER, HE COULD HAVE YOU!
LOOK! SOME NUTTY GUY IN ARMOR IS ATTACKING ANGEL!
THAT MUST BE THE MENACE THAT CYKE WARNED THE PROF ABOUT!
A MASTER-PIECE OF DEDUCTIVE LOGIC, SON!
MEANWHILE, I'VE CALCULATED OUR BOUNDING FOE'S TRAJECTORY..
SPLANG!
AND, WITH GOOD FORTUNE, I SHOULD BE THERE TO INTERCEPT HIM---!
TOO LATE... BY THE MEREST MICROSECOND!
BUT, THAT SECOND IS ENOUGH, FOOL---
THOOM!
---FOR ME... TO DO THIS!
OOOF! MY NEAR-MISS TURNED INTO A NEAR-CATASTROPHE!
KTA!
YET, WHAT LUCKY STAR PREVENTED ME FROM BEING PULVERIZED?
I WOULDN'T CALL MYSELF A LUCKY STAR, BEAST---
YOU DEFLECTED MY AIM--- AND THEN SWOOPED OUT OF REACH!
I'M MORE IN THE NATURE OF A GUARDIAN ANGEL!
I MUST REACH A VANTAGE POINT--- FROM WHICH I'LL BE IMMUNE TO YOUR ATTACK!
AND, HE JUST MIGHT HAVE FOUND IT! FROM THAT BRIDGE, HE CAN SEE IN ALL DIRECTIONS!
DON'T SEEK TO TRICK ME! I KNOW YOU ARE ALL IN LEAGUE WITH THAT IRON-CLAD TRAITOR!
BUT, WHAT'S HIS GAME? WHY IS HE AFTER IRON MAN?
HUH? HE ACTS LIKE WE'RE THE BADDIES---NOT HIM!
PERHAPS AN EXPLANATION IS FORTH-COMING, GROUP!
A VEHICLE'S APPROACHING AT TOP VELOCITY!

THAT TRUCK!...IT BELONGS TO THE BROTHER OF TED ROBERTS... JEANIE'S COLLEGE FLAME!

IN FACT...THAT'S TED DRIVING IT!

WHAT'S HE GOT TO DO WITH OUR COSTUMED KOOK?

FOLLOW MY LEAD...AND WE'LL FIND OUT!

WHO ARE YOU? THIS IS A DANGEROUS PLACE FOR A PICNIC JUST NOW!

I SAW YOU FROM DOWN THE ROAD! YOU'RE FIGHTING--MY BROTHER!

WHAT?

BUT...I THOUGHT THERE WERE FIVE X-MEN!

THERE ARE, PAL!

WE'VE GOT TO ACT BOLDLY... SO TED DOESN'T SUSPECT YOU AND I ARRIVED WITH HIM!

CYKE! MARVEL GIRL! HOW--?

I KNOW HE'LL DIE...UNLESS YOU STOP HIM!

NEVER MIND THAT, ICEMAN!

WHAT DO YOU KNOW ABOUT THE COBALT MAN, FELLA?

WHAT DO YOU MEAN?

QUICKLY, TED RELATES THE DREAD SECRET OF RALPH ROBERTS' ARMOR...

AND, HE TOLD YOU HE'D TURN INTO A WALKING COBALT BOMB AFTER TWO HOURS?

HE MUST'VE MEANT THAT THE RADIOACTIVE COBALT 60 IN HIS SUIT WOULD REACH CRITICAL MASS THEN... AND EXPLODE!

I--I GUESS SO! AND, THE TWO HOURS ARE ALMOST UP!

WE'VE GOT TO STOP HIM...EVEN IF IT MEANS DESTROYING HIM!

JUST THEN, AS IF IN BRAZEN DEFIANCE OF THE ANGEL'S WORDS...

YOU WEAKLINGS! YOU CAN DO NOTHING TO PREVENT THE VENGEANCE OF THE COBALT MAN!

EVEN NOW, MORE AND MORE POWER COURSES THROUGH MY ARMOR!

HE'S STARTING TO GLOW! HE'S BECOMING... RADIOACTIVE!

ALMOST INSTANTLY, A DESPERATE, LAST-DITCH PLAN FORMS IN THE MIND OF SCOTT SUMMERS, AND---

IT'S A PRECARIOUS PLOT AT BEST...BUT, I'LL DO MY PART!

WE ALL MUST... OR ELSE!

I'LL GUARD THIS SIDE OF THE BRIDGE!

MOVE, BOBBY! THOUSANDS OF LIVES ARE AT STAKE!

THERE'S NO SENSE EVEN TRYING TO REASON WITH ROBERTS! THE ARMOR'S SHEER POWER HAS MENTALLY UNBALANCED HIM!

HEY! THAT WAS CLOSE!

TZAP!

IT WILL BE CLOSER, FOOL-- IF YOU DO NOT FLEE!

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NOW I SENSE YOUR PURPOSE!

YOU FLEW NEAR ME TO *DISTRACT* ME...SO THAT THE *BEAST* COULD ATTACK IN THE *TRUCK!*

BUT, HE WILL FIND IT *NO PROTECTION!*

UH OH! TIME NOW FOR THE BETTER PART OF *VALOR!*

WHAT? DO YOU SEEK TO DISLODGE ME MERELY BY CRASHING THE TRUCK INTO THE *BRIDGE?*

YOU WILL HAVE TO DO BETTER THAN *THAT*...TO DEFEAT THE *COBALT MAN!*

BRAK

WHILE, AT THAT VERY *INSTANT*...

QUIET! BOBBY! HANK'S PLAY ENABLED US TO SCRAMBLE DOWN HERE *UNSEEN*...

BUT, IF RALPH EVEN *SUSPECTS* WE'RE HERE---WE'VE *HAD* IT!

AND SO HAS HALF OF *LONG ISLAND!*

FOR *ALL* OUR SAKES---I HOPE YOUR IDEA OF A *DOUBLE DIVERSION* WORKED!

AS, *ABOVE*..

HANK! THANK HEAVEN YOU'RE *ALL RIGHT!*

A MERE *TECHNICALITY*, LASS, IF THAT ARMOR ISN'T SHORT-CIRCUITED WITHIN *SECONDS!*

THE MOMENT OF TRUTH IS INDEED *UPON* US!

TWO OF THEM--MAKING A SUICIDAL *ASSAULT!*

IF THEY DESIRE *DEATH*... THEN, DEATH IT SHALL *BE*..!

EH? A FREEZING *BLAST*... FORMING ICE OVER MY *POWER PACK!*

RAK

TWO *MORE*... ATTACKING FROM *BENEATH* THE BRIDGE! BUT, THEY'LL COME NO *FURTHER!*

HE'S *SPOTTED* US! GOT TO BLAST HIM *NOW*---AND *PRAY!*

IF THIS *DOESN'T* WORK, WE WON'T *LAST* TILL HIS ARMOR EXPLODES!

THAT OPTIC BLAST COULDN'T DISLODGE ME...BUT, THE FRICTION IT CREATED MELTED THE ICE AROUND MY CHEST-PLATE!

ONE FINAL LEAP.. AND I SHALL FINISH THOSE TWO INTRUDERS BY HAND!

FZZT!

MY POWER PACK... SOMETHING IS HAPPEN-ING TO IT!

CYKE..IT WORKED! HIS ARMOR'S KAPUT!

CAN'T LEAP TO SHORE! HELP!!

HE'S DROPPING LIKE A ROCK! MUST FLY LIKE I NEVER FLEW BEFORE!

IF HE'D GONE UNDER IN THAT HEAVY SUIT, HE WOULDN'T HAVE HAD A CHANCE!

GOT 'IM... JUST IN TIME!

SPLASH!

SECONDS LATER, BACK ON THE SHORE...

HIS ARMOR...IT'S STOPPED GLOWING! THEN...HE'S NO LONGER A MENACE?

NO, ANGEL! THE SAME EYE-BEAMS THAT MELT-ED THE ICE ALSO FORCED IT INTO ANY SLIGHTEST OPENING IN HIS CHEST-PLATE!

I GAMBLED THAT WATER WOULD SHORT-CIRCUIT HIS POWER SOURCE--AND LUCKILY, IT DID!

RALPH.. RALPH! ARE YOU ALL RIGHT?

HE'S COMING TO!

QUICK...TAKE OFF HIS HELMET, SO HE CAN BREATHE MORE EASILY!

AND, AFTER TED HAS RELATED RECENT EVENTS TO AN AMNESIAC RALPH ROBERTS...

YOU SAY, I ALMOST DESTROYED US ALL...JUST BECAUSE OF A BUMP ON MY HEAD?

ATTA WAY TO TALK, BIG BROTHER!

TONY STARK WAS RIGHT! ARMOR LIKE IRON MAN'S IS TOO POWER-FUL...TOO DANGER-OUS FOR MOST MEN TO HANDLE!

THERE ARE A ZILLION OTHER THINGS YOU CAN INVENT, THAT THE WORLD NEEDS A LOT MORE!

SOON, AS THE GROUP PREPARE TO SEPARATE...

RALPH AND I BETTER GET BACK...AND SEE ABOUT THE TWO GUESTS WE LEFT BEHIND!

THE WAY HE SAID THAT--! COULD TED HAVE SEEN THROUGH MY DISGUISE...AND KNOW I'M REALLY JEAN GREY?

STILL, ON SECOND THOUGHT, I DOUBT IF THEY'VE BEEN EXACTLY BORED OUT OF THEIR MINDS, EH?

OH NO! THAT'S ALL WE NEED!. SECRET IDENTITY TROUBLE!

WHEN ARE THE X-MEN GONNA STOP BEING THE HARD-LUCK HARRYS OF THE SUPER-HERO TRADE?

NEXT ISH: THE X-MEN FACE THE MOST TERRIFYING OF THREATS! OR, AS LEWIS CARROLL MIGHT HAVE PUT IT...

"BEWARE THE JUGGERNAUT, MY SON!"

'NUFF SAID!